

(212) 715-9100

<sup>1</sup> The First Lien Lender Group is comprised of 29 unaffiliated lenders holding \$1,939,324,828.04 of loans under that certain Amended and Restated Credit Agreement, dated as of March 18, 1999, as amended and restated as of March 6, 2007, by and among Charter Communications Operating, LLC, as borrower, CCO Holdings, LLC, as guarantor, the lenders party thereto and JP Morgan Chase Bank, N.A., as administrative agent.

Lien Lender Group in Opposition to Confirmation of Debtors' Joint Plan of Reorganization and Joinder to the Objection Filed by JPMorgan Chase Bank N.A. as First Lien Agent.

1. Attached at Tab 1 is a true and correct copy of that certain Amended and Restated Credit Agreement, dated as of March 18, 1999, as amended and restated as of March 6, 2007, by and among Charter Communications Operating, LLC, as borrower, CCO Holdings, LLC, as guarantor, the lenders party thereto and JP Morgan Chase Bank, N.A., as administrative agent.

2. Attached at Tab 2 is a copy of the Amended and Restated Bylaws of Charter Communications, Inc., dated as of October 30, 2006.

3. Attached at Tab 3 is a true and correct copy of the Amended and Restated Bylaws of Charter Communications Inc., which were filed as Exhibit 2 to the Supplement to Debtors' Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code [Dkt. No. 37].

4. Attached at Tab 4 is a true and correct copy of the Amended and Restated Certificate of Incorporation of Charter Communications, Inc., which was filed as Exhibit 3 to the Supplement to Debtors' Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code [Dkt. No. 37].

5. Attached at Tab 5 is a true and correct copy of the Debtors' Disclosure Statement Pursuant to Chapter 11 of the Bankruptcy Code With Respect to the Debtors' Joint Plan of Reorganization.

6. Attached at Tab 6 is a true and correct copy of a letter, dated July 10, 2009, from Daniel T. Donovan of Kirkland & Ellis LLP to Michael C. Ledley of Simpson Thacher & Bartlett LLP addressing the subject "*In re Charter Communications, Inc.*, Case No. 09-11435,"

with an attached table titled "Pro Forma Equity Ownership/Voting – Fully Diluted Basis on Emergence, Preliminary Results – Subject to Revision – July 10, 2009."

7. Attached at Tab 7 is a true and correct copy of excerpts from the deposition of Gregory L. Doody, taken on June 16, 2009.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York  
July 14, 2009

By: /s/ Joel Taylor

Joel Taylor